

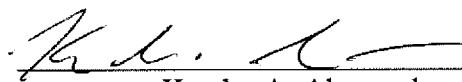
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No. 08 Civ. 03081 (WCC)


STATE OF NEW YORK )  
 )SS.:  
COUNTY OF NEW YORK )

1. I am a member of the Bar of this Court and am associated with the law firm of Mayer Brown LLP, attorneys for defendant CitiMortgage, Inc. (“CMI”). I make this affidavit to supply the Court with a document useful for the consideration of CMI’s Motion To Dismiss For Lack Of Subject Matter Jurisdiction.

2. Attached hereto as Exhibit A is a true and correct copy of CMI's certificate of the amendment of its amended and restated certificate of incorporation.

  
Kwaku A. Akowuah

Sworn to before me this  
20th day of August, 2008

  
Notary Public

JOHN A. MARSALA  
Notary Public, State of New York  
No. 01MA4746064  
Qualified in New York County  
Commission Expires April 30, 2011

CT-07

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CERTIFICATE OF AMENDMENT  
OF THE AMENDMENT AND RESTATED CERTIFICATE OF INCORPORATION  
OF  
CMINY, INC.

Under Section 805 of the Business Corporation Law  
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Filed by:

Citimortgage, Inc.  
P.O. Box 790104  
Legal Dept. - MS #140  
St. Louis, MO 63179-0104

7cc

STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED MAY 04 2005

TAXS \_\_\_\_\_  
BY: lsh  
New York

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